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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**YPSF, Inc.**

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**ARTICLES OF INCORPORATION**  
**OF**  
**YPSF, INC.**

The undersigned hereby executes these Articles of Incorporation for the purpose of forming a corporation under Chapter 607 of the Florida Statutes, the Florida Business Corporation Act.

**ARTICLE I - Name**

The name of the corporation is: YPSF, Inc.

**ARTICLE II - Mailing and Principal Address**

The mailing address of the Corporation is P.O. Box 1056, Jensen Beach, Florida 34958 and the principal address of the Corporation is 3930 NE Indian River Drive, Jensen Beach, Florida 34957.

**ARTICLE III - Authorized Shares**

This corporation has the authority to issue 10,000,000 shares of common stock, the par value of each of which is \$0.001. The shares of the corporation are not to be divided into classes. The corporation is not authorized to issue shares in series.

**ARTICLE IV - Preemptive Rights**

The shareholders of this corporation shall have preemptive rights to acquire additional shares of this corporation.

**ARTICLE V - Cumulative Voting**

The shareholders of this corporation shall not be entitled to cumulative voting at any election of directors.

**ARTICLE VI - Action by Consent**

Any action required or permitted to be taken at a shareholders' meeting may be taken without a meeting or a vote if either:

- (i) the action is taken by written consent of all shareholders entitled to vote on the action; or
- (ii) so long as the Corporation does not have any capital stock registered under the Securities Exchange Act of 1934, as amended, the action is taken by written

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consent of shareholders holding of record, or otherwise entitled to vote, in the aggregate not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote on the action were present and voted.

To the extent prior notice of any such action is required by law to be given to nonconsenting or nonvoting shareholders, such notice shall be made before the date on which the action becomes effective. The form of the notice shall be sufficient to apprise the nonconsenting or nonvoting shareholder of the nature of the action to be effected, in a manner approved by the board of directors of this Corporation or by the board committee or officers to whom the board of directors has delegated that responsibility.

#### **ARTICLE VII - Approval by Majority Vote**

Unless these Articles of Incorporation provide for a greater voting requirement for any voting group of shareholders, any action which would otherwise require the approval of two-thirds (2/3) of all the votes entitled to be cast, including without limitation the amendment of these Articles of Incorporation, the approval of a plan of merger or share exchange, the sale, lease, exchange or other disposition of all, or substantially all of the Corporation's property otherwise than in the usual and regular course of business, and the dissolution of the Corporation, shall be authorized if approved by each voting group entitled to vote thereon by a simple majority of all the votes entitled to be cast by that voting group.

#### **ARTICLE VIII - Limitation of Liability**

A director of this Corporation shall not be personally liable to the Corporation or its shareholders for monetary damages for conduct as a director, except for liability of the director (i) for acts or omissions that involve intentional misconduct by the director or a knowing violation of law by the director, (ii) for conduct violating § 607.0831 F.S., or (iii) for any transaction from which the director will personally receive a benefit in money, property or services to which the director is not legally entitled. If the Florida Business Corporation Act is amended in the future to authorize corporate action further elimination or limiting the personal liability of directors, then the liability of a director of this Corporation shall be eliminated or limited to the full extent permitted by the Florida Business Corporation Act, as so amended, without any requirement of further action by the shareholders.

#### **ARTICLE IX - Indemnification**

The Corporation shall indemnify any individual made a party to a proceeding because that individual is or was a director of the Corporation and shall advance or reimburse the reasonable expenses incurred by such individual in advance of final disposition of the proceeding, without regard to the limitations in § 607.0850 F.S. of the Act, or any other limitation which may hereafter be enacted to the extent such limitation may be disregarded if authorized by the Articles of Incorporation, to the full extent and under all circumstances permitted by applicable law.

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Any repeal or modification of this Article by the shareholders of this Corporation shall not adversely affect any right of any individual who is or was a director of the Corporation which existed at the time of such repeal or modification.

#### ARTICLE X - Directors

The initial board of directors shall consist of one director. The name and address of the sole Director is Frederic M. Ayres, IV, 3930 NE Indian River Drive, Jensen Beach, Florida 34958.

Except with respect to the initial board of directors, the number of directors constituting the board of directors shall be determined in the manner specified in the bylaws. In the absence of such a provision in the bylaws, the board shall consist of the number of directors constituting the initial board of directors.

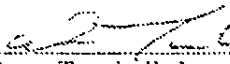
#### ARTICLE XI - Registered Office and Registered Agent

The corporation's initial registered office and initial registered agent at that address shall be W. Scott Turnbull, Esquire, 759 SW Federal Highway, Suite 106, Stuart, Florida 34994.

#### ARTICLE XII - Incorporator

The name and address of the initial incorporator is W. Scott Turnbull, 759 SW Federal Highway, Suite 106, Stuart, Florida 34994.

Executed this 27 day of September, 2018.

  
W. Scott Turnbull, Incorporator

#### ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, at the place designated on the above Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of Florida law relative to keeping open said office.

  
W. Scott Turnbull, Esquire  
Registered Agent

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